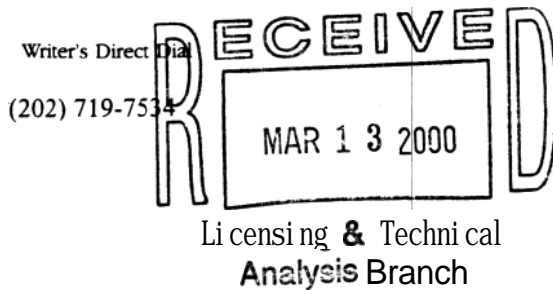


*Wiley, Rein & Fielding*

COPY

1776 K Street, N.W.  
Washington, D.C. 20006  
(202) 719-7000

Fax: (202) 719-7049  
[www.wrf.com](http://www.wrf.com)



February 28, 2000

Federal Communications Commission  
1270 Fairfield Road  
Gettysburg, PA 17325-7245



**Re: FCC Form 602 for Panther Wireless, L.L.C.**

Dear Sir or Madam:

Enclosed for filing please find one original of an FCC Form 602 providing ownership information for Panther Wireless, L.L.C. In the interest of expediency, a facsimile transmittal of the signed FCC Form 602 is being tiled. The main form to the FCC Form 602 with an original signature will be forwarded directly upon its receipt at our offices.

Please stamp the **enclosed** duplicate copy as received and return it for our records in the attached envelope.

Please direct any questions or correspondence concerning this tiling to the undersigned at (202) 719-7534.


Respectfully submitted,

Nicole M. McGinnis

Enclosures

FCC 502  
Main FormFCC Ownership Disclosure Information for the  
Wireless Telecommunications ServicesApproved by OMB  
3000-0700  
See instructions for  
public burden estimate

## Applicant/Licensee Information

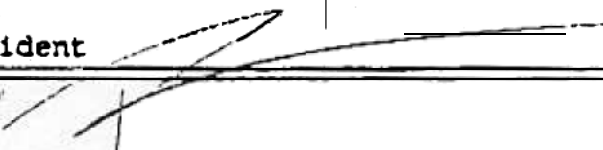
1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) Applicant TIN:	
Panther Wireless, L.L.C.			

## Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
n/a			

## Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	Suffix:
Thomas			
Title:			
President			
Signature:			Date:
			

Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001)  
AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47,  
Section 503).

[illegible]

[illegible]

## Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):  Scott	MI:  	Last Name:  Anderson	Suffix,  
2) Disclosable Interest Holder's Name (if entity):  		3) Disclosable Interest Holder's TIN:  	
4) Disclosable Interest Holder's Address: c/o Cedar Grove Partners, L.L.C. 2415 Carillon Point, Kirkland, WA 98033			
5) Type of Interest in Applicant ( ) (refer to Instructions for list)  I, O, D, K	6) Disclosable Interest Holder is a(n): ( ) (refer to instructions for list of codes):  I		7) Percent of Interest Held in Applicant:  33.3%
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list):  0 -- Membership Unit in L.L.C.		9) Disclosable Interest Holder's Country of Citizenship:  USA	
0) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Mr. Anderson holds his interest in the applicant through his 33.3% interest in Wireless Lending, L.L.C., which wholly owns Panther Wireless			

## Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	IIb) Principal Business	11c) TIN:	11d) Percent of Interest Held
ABC Wireless, L.L.C. 1010 N. Glebe Rd., Suite 800 Arlington, VA 22201	provision of PCS		33.3%
Sabre Wireless, L.L.C. 1010 N. Glebe Rd., Suite 800 Arlington, VA 22201	provision of PCS		33.3%
Panther Wireless, L.L.C. 1010 N. Glebe Rd., Suite 800 Arlington, VA 22201	provision of PCS		33.3%

**EXHIBIT 1-A**  
**(RESPONSE TO ITEMS 11(a)-(d) for Mr. Sullivan)**

Note: each of the businesses listed below may be reached at the following address:  
c/o Mr. Thomas Sullivan, 1010 N. Glebe Rd., Suite 800, Arlington, VA 22201

Business Names (11a)	Principal Business (11b)	TIN (11c)	Int. (11d)
TeleCorp PCS, Inc.	PCS Holding Company	[REDACTED]	See Note 1
TeleCorp Holding Corp, Inc.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 2
TeleCorp PCS, L.L.C.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 2
THC of Tampa, Inc.	Provision of PCS in the Tampa, FL BTA	[REDACTED]	See Note 1
THC of Orlando, Inc.	Provision of PCS in the Orlando, FL BTA	[REDACTED]	See Note 1
THC of Houston, Inc.	Provision of PCS in the Houston, TX BTA	[REDACTED]	See Note 1
THC of Melbourne, Inc.	Provision of PCS in the Melbourne, FL BTA	[REDACTED]	See Note 1
THC of San Diego, Inc.	Provision of PCS in the San Diego, CA BTA	[REDACTED]	See Note 1
TeleCorp WCS, Inc.	Provision of Wireless Communications Services in its licensed geographic regions	[REDACTED]	See Note 1
TeleCorp LMDS, Inc.	Provision of Local Multipoint Distribution Services in its licensed geographic regions.	[REDACTED]	See Note 1
ABC Wireless, L.L.C.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 3
Viper Wireless, Inc.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 4
Indiana Acquisition, L.L.C.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 5
Wireless Acquisition LLC	Provision of PCS in its geographic markets.	[REDACTED]	See Note 5
Sabre Wireless, L.L.C.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 3
Panther Wireless, L.L.C.	Provision of PCS in its geographic markets	[REDACTED]	See Note 3
Royal Wireless, L.L.C.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 5
Amage Wireless, L.L.C.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 5
THC of Orlando LMDS, Inc.	Provision of Local Multipoint Distribution Services in its licensed geographic regions.	[REDACTED]	See Note 1
TeleCorp of Puerto Rico, Inc.	Provision of PCS in its geographic markets.	[REDACTED]	See Note 2

Note 1: Jointly, Messrs. Sullivan and Vento (see Exhibit 1-B for Mr. Vento) have a direct voting interest of greater than 50.1%. Mr. Sullivan holds a direct equity interest of 50%.

Note 2: Jointly, Messrs. Sullivan and Vento (see Exhibit I-B for Mr. Vento) have an indirect voting interest of greater than 50.1%. Mr. Vento holds a direct equity interest comprising less than 10%.

Note 3: Sullivan and Mr. Vento each hold a 33.3% voting and equity interest.

Note 4: Sullivan holds a 12.44% equity and 50% voting interest and Mr. Vento holds a 15.6 1% equity and 50% voting interest.

Note 5: Mr. Sullivan and Mr. Vento each hold a 50% equity and voting interest.

each of the **businesses** listed below may be reached at the following address:  
c/o Mr. Thomas Sullivan, 1010 N. Glebe Rd., Suite 800, Arlington, VA 22201

<b>Business Names (11a)</b>	<b>Principal Business (11 b)</b>	<b>TIN (11c)</b>	<b>Int. (11d)</b>
TeleCorp PCS, Inc.	PCS Holding Company		See Note 1
TeleCorp Holding Corp, Inc.	Provision of PCS in its geographic markets.		See Note 2
TeleCorp PCS, L.L.C.	Provision of PCS in its geographic markets.		See Note 2
THC of Tampa, Inc.	Provision of PCS in the Tampa, FL BTA		See Note 1
THC of Orlando, Inc.	Provision of PCS in the Orlando, FL BTA		See Note 1
THC of Houston, Inc.	Provision of PCS in the Houston, TX BTA		See Note 1
THC of Melbourne, Inc.	Provision of PCS in the Melbourne, FL BTA		See Note 1
THC of San Diego, Inc.	Provision of PCS in the San Diego, CA BTA		See Note 1
TeleCorp WCS, Inc.	Provision of Wireless Communications Services in its licensed geographic regions		See Note
TeleCorp LMDS, Inc.	Provision of Local Multipoint Distribution Services in its licensed geographic regions.		See Note 1
ABC Wireless, L.L.C.	Provision of PCS in its geographic markets.		See Note 3
Viper Wireless, Inc.	Provision of PCS in its geographic markets.		See Note 3
Indiana Acquisition, L.L.C.	Provision of PCS in its geographic markets.		See Note 5
Wireless Acquisition LLC	Provision of PCS in its geographic markets.		See Note 5
Sabre Wireless, L.L.C.	Provision of PCS in its geographic markets.		See Note 3
Panther Wireless, L.L.C.	Provision of PCS in its geographic markets.		See Note 3
Royal Wireless, L.L.C.	Provision of PCS in its geographic markets.		See Note 3
Amage Wireless, L.L.C.	Provision of PCS in its geographic markets.		See Note 5
THC of Orlando LMDS, Inc.	Provision of Local Multipoint Distribution Services in its licensed geographic regions.		See Note 1
	Provision of PCS in its geographic markets.		See Note 2

Note 1: Jointly, Messrs. Sullivan and Vento (see Exhibit I -A for Mr. Sullivan) have a direct voting interest of greater than 50.1%. Mr. Vento holds a direct equity interest comprising less than 10%.

Note 2: Jointly, Messrs. Sullivan and Vento (see Exhibit I-B for Mr. Sullivan) have an indirect voting interest of greater than 50.1%. Mr. Vento holds a direct equity interest comprising less than 10%.

Note 3: Mr. Sullivan and Mr. Vento each hold a 33.3% voting and equity interest.

Note 4: Mr. Sullivan holds a 15.6% equity and 50% voting interest and Mr. Vento holds a 15.6% equity and 50% voting interest.

Note 5: Mr. Sullivan and Mr. Vento each hold a 50% equity and voting interest.